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10 UNITED STATES DISTRICT COURT

11 NORTHERN DISTRICT OF CALIFORNIA, SAN FRANCISCO DIVISION

12 WAYMO LLC,

13 Plaintiff,

14 vs.

15 UBER TECHNOLOGIES, INC.;
16 OTTOMOTTO LLC; OTTO TRUCKING
LLC,

17 Defendants.

CASE NO. 3:17-cv-00939-WHA

**DECLARATION OF LINDSAY COOPER
IN SUPPORT OF PLAINTIFF WAYMO
LLC'S ADMINISTRATIVE MOTION TO
FILE UNDER SEAL ITS RENEWED
MOTION IN LIMINE NO.1**

I, Lindsay Cooper, declare as follows:

1. I am an attorney licensed to practice in the State of California and am admitted to practice before this Court. I am an associate at the law firm Quinn Emanuel Urquhart & Sullivan, LLP, counsel for the Plaintiff Waymo LLC (“Waymo”). I have personal knowledge of the matters set forth in this Declaration, and if called as a witness I would testify competently to those matters.

2. I make this declaration in support of Waymo’s Administrative Motion to File Under Seal information in its Renewed Motion in Limine No. 1 (the “Administrative Motion”). The Administrative Motion seeks an order sealing the following materials:

Document	Portions to Be Filed Under Seal	Designating Party
Portions of Waymo’s Renewed Motion in Limine No. 1 (“Waymo’s Motion”)	Portions highlighted in green	Waymo
Exhibit A to Waymo’s Motion	Entire Document	Waymo
Exhibit B to Waymo’s Motion	Entire Document	Waymo
Exhibit E to Waymo’s Motion	Entire Document	Waymo
Exhibit F to Waymo’s Motion	Entire Document	Waymo
Exhibit G to Waymo’s Motion	Entire Document	Waymo
Exhibit H to Waymo’s Motion	Entire Document	Waymo
Exhibit I to Waymo’s Motion	Entire Document	Waymo
Exhibit J to Waymo’s Motion	Entire Document	Waymo
Exhibit K to Waymo’s Motion	Entire Document	Waymo
Exhibit L to Waymo’s Motion	Entire Document	Waymo
Exhibit M to Waymo’s Motion	Entire Document	Waymo
Exhibit N to Waymo’s Motion	Entire Document	Waymo
Exhibit O to Waymo’s Motion	Entire Document	Waymo
Exhibit P to Waymo’s Motion	Entire Document	Waymo
Exhibit Q to Waymo’s Motion	Entire Document	Waymo
Exhibit R to Waymo’s Motion	Entire Document	Waymo
Exhibit S to Waymo’s Motion	Entire Document	Waymo
Exhibit T to Waymo’s Motion	Entire Document	Waymo
Exhibit U to Waymo’s Motion	Entire Document	Waymo
Exhibit V to Waymo’s Motion	Entire Document	Waymo
Exhibit W to Waymo’s Motion	Entire Document	Waymo
Uber’s Opposition to Waymo’s Renewed Motion in Limine 1 (“Uber’s Opposition”)	Portions highlighted in green	Waymo
Exhibit 28 to Uber’s Opposition	Entire document	Uber
Exhibit 34 to Uber’s Opposition	Entire document	Waymo
Exhibit 35 to Uber’s Opposition	Entire document	Uber
Exhibit 36 to Uber’s Opposition	Entire document	Waymo

Exhibit 38 to Uber's Opposition	Entire document	Waymo
Exhibit 48 to Uber's Opposition	Highlighted in red	Waymo
Exhibit 49 to Uber's Opposition	Highlighted in red	Waymo
Exhibit 51 to Uber's Opposition	Highlighted in red	Waymo
Exhibit 55 to Uber's Opposition	Highlighted in red	Waymo
Exhibit 56 to Uber's Opposition	Highlighted in red	Waymo
Exhibit 57 to Uber's Opposition	Highlighted in red	Waymo

3. Waymo has filed exhibits to Uber's Opposition under seal because they contain information that Defendants have designated confidential. Waymo expects Defendants to file one or more declarations in accordance with the Local Rules.

4. Waymo's Motion and exhibits thereto, and Uber's Opposition and exhibits thereto also contain, reference, and/or describe Waymo's confidential business information, which Waymo seeks to seal. Specifically, the portions sought to be sealed describe confidential valuations of Waymo's businesses, confidential contractual provisions between Waymo and its employees, and confidential acquisition agreements. Public disclosure of this information to Waymo's competitors would harm Waymo by giving its competitors access to Waymo's highly confidential internal business thinking. Waymo's request to seal is narrowly tailored to only the confidential information.

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct, and that this declaration was executed in San Francisco, California, on September 13, 2017.

By /s/ Lindsay Cooper

Lindsay Cooper
Attorneys for WAYMO LLC

SIGNATURE ATTESTATION

Pursuant to Local Rule 5-1(i)(3), I attest under penalty of perjury that concurrence in the filing of this document has been obtained from Lindsay Cooper.

/s/ Charles K. Verhoeven
Charles K. Verhoeven